



DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 18777
EFFECTIVE DATE
OF LEASE 9-01-1962
Is this lease producing? X yes no

CC

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Oil Corporation,
whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202,
as owner of 46.80000 & 50.00000 percent of the lease's working interest (See attached Exhibit A),
does hereby assign to Forest Alaska Holding LLC, the assignee,
whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202,

1. 50.00000 percent working interest;
2. zero percent overriding royalty interest.
3. The assignor is retaining zero percent of the lease's working interest.
4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 9 N, R 13 W, Seward Meridian

(See attached Exhibit "A" for complete description.)

The Notification Lessee for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Holding LLC
Attn: Land Administration Address 707 Seventeenth Street, Suite 3600
City, State, Zip Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.

John L. Wilcox
Assignor's Signature

Assignor's Signature

Glen J. Mizenko, Vice President
Assignor's Name (Print or Type) & Title

THE UNITED STATES OF AMERICA)
STATE OF COLORADO)
SS.)

10/21/06

Forest Oil Corporation
Company Name

Qualification File # 1641

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Glen J. Mizenko, Vice President of Forest Oil Corporation, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

Deborah S. Pottenger
Notary Public
State of Colorado
My Commission Expires:
May 11, 2008

Assignee's Signature

Cyrus D. Marter IV, Vice President and Secretary
Assignee's Name (Print or Type) & Title

THE UNITED STATES OF AMERICA)
STATE OF COLORADO)
)
)SS.

Deborah S. Potenger

Notary Public

My Commission expires 5-11-06

10/31/06

NOTARY PUBLIC STATE OF COLORADO

Deborah S. POTENGER

Date

Forest Alaska Holding LLC
Company Name

Qualification File # 2308

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Cyrus D. Marter IV, Vice President and Secretary of Forest Alaska Holding LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

Deborah S. Pottenger
Notary Public
State of Colorado
My Commission Expires:
May 11, 2008

Deborah S. Ritterger
Notary Public 5-11-08
My Commission expires

APPROVAL



EXHIBIT C
PAGE 2 OF 92

2 of 4
2006-083965-0

FOC 000754

The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.

William D. Van Dyke, Acting Director
Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-18777

ASSIGNOR: FOREST OIL CORPORATION

ASSIGNEE: FOREST ALASKA HOLDING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Unit, Tract 17

T. 9 N., R. 13 W., Seward Meridian, Alaska

Segment 1: As to a 50.00000% working interest in 1,106.00 acres, more or less, and described as follows:

Section 7: *All 9.21* SE4, 632.00 acres;
Section 18: N2, SW4, 474.00 acres;

Pertains to all depths.

Segment 2: As to a 46.80000% working interest in 796.00 acres, more or less, and described as follows:

Section 18: SE4, 160.00 acres;
Section 19: All, 636.00 acres;

Pertains to all land from the surface to the top of the Grayling Gas Sands or to a depth of 1,780 feet MD in the Trading Bay Unit K-2 well or its stratigraphic equivalent.

Segment A: As to a 50.00000% working interest in 796.00 acres, more or less, and described as follows:

Section 18: SE4, 160.00 acres;
Section 19: All, 636.00 acres;

Pertains to the Grayling Gas Sands defined as the interval in the Trading Bay Unit K-2 well between the measured depths of 1,780 feet and 10,128 feet or its stratigraphic equivalent.

Segment B: As to a 46.80000% working interest in 796.00 acres, more or less, and described as follows:

EXHIBIT C
PAGE 3 OF 92



3 of 4
2006-083965-0

FOC 000755

Section 18: SE4, 160.00 acres;
Section 19: All, 636.00 acres;

Pertains to all depths below the Grayling Gas Sands or below 10,125 feet MD in the Trading Bay Unit K-2 well or its stratigraphic equivalent.

AFTER RECORDING, RETURN TO:

Forest Alaska Holding LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration

Record in Anchorage RD
Lease Recorded at
Book _____ / Page _____
<i>Lease not yet recorded</i>



4 of 4

2006-083965-0

Recording Dist: 301 - Anchorage
12/13/2006 3:32 PM Pages: 1 of 4

DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 21068
EFFECTIVE DATE
OF LEASE 07-01-1963
Is this lease producing? X yes no

cc

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Alaska Holding LLC

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202.

as owner of 46.80000 percent of the lease's working interest

does hereby assign to Forest Alaska Operating LLC, the assignee.

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202

1. 46.80000 percent working interest;

2. zero percent overriding royalty interest

3. The assignor is retaining zero percent of the lease's working interest.

4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 9 N, R 14 W, Seward Meridian

(See attached Exhibit "A" for complete description.)

containing 160 acres, more or less.

The **Notification Lessee** for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Operating LLC
Attn: Land Administration Address 707 Seventeenth Street, Suite 3600
City, State, Zip Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.

Assignor's Signature

October 31, 2006

Date

Cyrus D. Marter IV, Vice President and Secretary
Assignor's Name (Print or Type) & Title

Forest Alaska Holding LLC
Company Name

THE UNITED STATES OF AMERICA)
STATE OF COLORADO)
SS.)

Qualification File # 2308

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Cyrus D. Marter IV, Vice President and Secretary of Forest Alaska Holding LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

Notary Public
My Commission expires

Notary Public
My Commission expires 2/27/07

Assignee's Signature

Date

Leonard C. Gurule, President
Assignee's Name (Print or Type) & Title

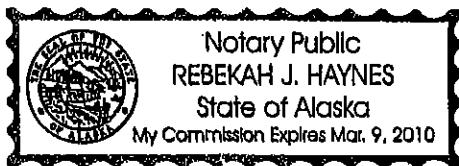
Forest Alaska Operating LLC
Company Name

THE UNITED STATES OF AMERICA)
STATE OF ALASKA)
SS.)

Qualification File # 2307

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Alaska, duly commissioned and sworn, personally appeared Leonard C. Gurule, President of Forest Alaska Operating LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

Notary Public
My Commission expires



2 of 4

EXHIBIT C
PAGE 6 OF 92

2006-083988-0

FOC 000750

APPROVAL

The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.

 for
William D. Van Dyke, Acting Director

Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment



3 of 4

2006-083988-0

EXHIBIT 2
PAGE 7 OF 92

FOC 000751

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-21068
ASSIGNOR: FOREST ALASKA HOLDING LLC
ASSIGNEE: FOREST ALASKA OPERATING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Unit, Tract 18

T. 9 N., R. 14 W., Seward Meridian, Alaska

Section 24: SE4 160.00 acres;

Segment 1:

Pertains to land from the surface to the top of the Grayling Gas Sands or to a depth of 1,780 feet MD in the Trading Bay Unit K-2 well or its stratigraphic equivalent.

Segment B:

Pertains to all depths below the Grayling Gas Sands or below 10,125 feet MD in the Trading Bay Unit K-2 well or its stratigraphic equivalent.

AFTER RECORDING, RETURN TO:

Forest Alaska Operating LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration

Record in Anchorage RD
Lease Recorded at:
Book 68 / Page 151



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2006-083988-0

EXHIBIT C
PAGE 8 OF 12

FOC 000752

L
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A
2006-083966-0
Recording Dist: 301 - Anchorage
12/13/2006 3:20 PM Pages: 1 of 3

DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 21068 CC
EFFECTIVE DATE
OF LEASE 07-01-1963
Is this lease producing? yes no

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Oil Corporation,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202,

as owner of 46.80000 percent of the lease's working interest.

does hereby assign to Forest Alaska Holding LLC, the assignee,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202,

1. 46.80000 percent working interest;

2. zero percent overriding royalty interest.

3. The assignor is retaining zero percent of the lease's working interest.

4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 9 N, R 14 W, Seward Meridian

(See attached Exhibit "A" for complete description.)

containing 160 acres, more or less.

The Notification Lessee for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Holding LLC
Attn: Land Administration Address 707 Seventeenth Street, Suite 3600
City, State, Zip Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.

Assignor's Signature

Glen J. Mizenko, Vice President
Assignor's Name (Print or Type) & Title

THE UNITED STATES OF AMERICA)
STATE OF COLORADO)
SS.)

Date

Forest Oil Corporation
Company Name

Qualification File # 1641

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Glen J. Mizenko, Vice President of Forest Oil Corporation, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

Deborah S. Pottenger
Notary Public
State of Colorado
My Commission Expires:
May 11, 2008

Deborah S. McVay
Notary Public
My Commission expires 5-11-08

Assignee's Signature

Cyrus D. Marter IV, Vice President and Secretary
Assignee's Name (Print or Type) & Title

Date

Forest Alaska Holding LLC
Company Name

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Cyrus D. Marter IV, Vice President and Secretary of Forest Alaska Holding LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written: Deborah S. Pottenger

Notary Public
State of Colorado
My Commission Expires:
May 11, 2008

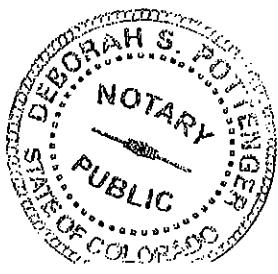
Notary Public
My Commission expires 5-11-08

APPROVAL



2 of 3
2006-083966-0

EXHIBIT C
PAGE 10 OF 92



The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.

WD means for
William D. Van Dyke, Acting Director

Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-21068

ASSIGNOR: FOREST OIL CORPORATION

ASSIGNEE: FOREST ALASKA HOLDING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Unit, Tract 18

T. 9 N., R. 14 W., Seward Meridian, Alaska

Section 24: SE4 160.00 acres;

Segment 1:

Pertains to land from the surface to the top of the Grayling Gas Sands or to a depth of 1,780 feet MD in the Trading Bay Unit K-2 well or its stratigraphic equivalent.

Segment B:

Pertains to all depths below the Grayling Gas Sands or below 10,125 feet MD in the Trading Bay Unit K-2 well or its stratigraphic equivalent.

AFTER RECORDING, RETURN TO:

Forest Alaska Holding LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration

Record in Anchorage RD
Lease Recorded at
Book 68 / Page 151

EXHIBIT C
PAGE 11 OF 92

3 of 3
2006-083966-0

FOC 000748



DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 17597
EFFECTIVE DATE
OF LEASE 03-01-1962
Is this lease producing? X yes no

cc

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Alaska Holding LLC,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202,

as owner of 50.00000 percent of the lease's working interest,

does hereby assign to Forest Alaska Operating LLC, the assignee,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202,

1. 50.00000 percent working interest;

2. zero percent overriding royalty interest.

3. The assignor is retaining zero percent of the lease's working interest.

4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 10 N, R 13 W, Seward Meridian

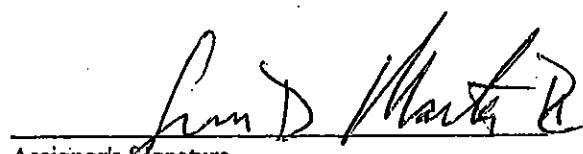
(See attached Exhibit "A" for complete description.)

containing approximately 4,560 acres, more or less.

The Notification Lessee for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Operating LLC
Attn: Land Administration Address 707 Seventeenth Street, Suite 3600
Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.



Assignor's Signature

October 31, 2006

Date

Cyrus D. Marter IV, Vice President and Secretary
 Assignor's Name (Print or Type) & Title

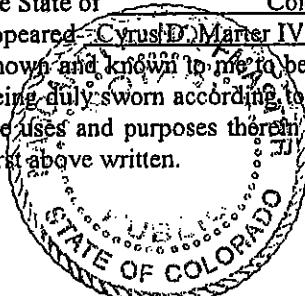
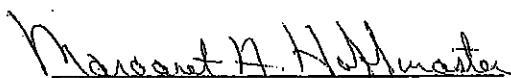
Forest Alaska Holding LLC

Company Name

THE UNITED STATES OF AMERICA)
)SS.
 STATE OF COLORADO)

Qualification File # 2308

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Cyrus D. Marter IV, Vice President and Secretary of Forest Alaska Holding LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

 Notary Public
 My Commission expires 2/27/07

Assignee's Signature

Date

Leonard C. Gurule
 Assignee's Name (Print or Type) & Title

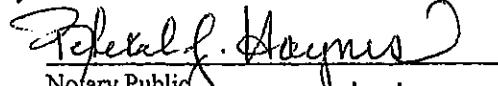
Forest Alaska Operating LLC

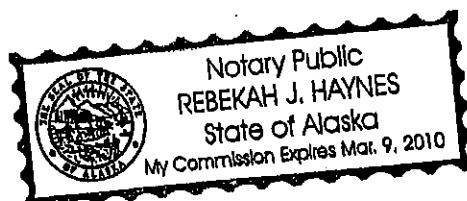
Company Name

THE UNITED STATES OF AMERICA)
)SS.
 STATE OF ALASKA)

Qualification File # 2307

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Alaska, duly commissioned and sworn, personally appeared Leonard C. Gurule, President of Forest Alaska Operating LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.



 Notary Public
 My Commission expires 3/9/2010


2 of 4

2006-083979-0

EXHIBIT C
 PAGE 13 OF 92

FOC 000673

APPROVAL

The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.

W.D. Van Dyke

William D. Van Dyke, Acting Director
Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment

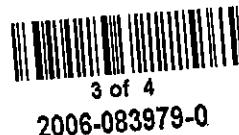


EXHIBIT *C*
PAGE 14 OF 92

FOC 000674

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-17597
ASSIGNOR: FOREST ALASKA HOLDING LLC
ASSIGNEE: FOREST ALASKA OPERATING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Unit

T. 10 N., R. 13 W., Seward Meridian, Alaska

Segment 1: 2,560.00 acres, more or less, and described as follows:

Section 14: All, 640 acres;
Section 15: All, 640 acres;
Section 22: All, 640 acres;
Section 23: All, 640 acres;

Segment 2: 2,000.00 acres, more or less, and described as follows:

Section 27: N2NE4, W1/2, 400.00 acres;
Section 28: All, 640.00 acres;
Section 33: All, 640.00 acres;
Section 34: W1/2, 320.00 acres;

AFTER RECORDING, RETURN TO:

Forest Alaska Operating LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration

Record in Anchorage RD
Lease Recorded at
Book 43 / Page 32

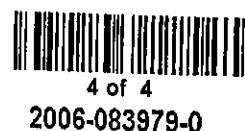


EXHIBIT C
PAGE 15 OF 92

FOC 000675

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DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 17597 CC
EFFECTIVE DATE
OF LEASE 03-01-1962
Is this lease producing? yes no

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Oil Corporation,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202,

as owner of 50.00000 percent of the lease's working interest,

does hereby assign to Forest Alaska Holding LLC, the assignee,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202,

1. 50.00000 percent working interest;

2. zero percent overriding royalty interest.

3. The assignor is retaining zero percent of the lease's working interest.

4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 10 N, R 13 W, Seward Meridian

(See attached Exhibit "A" for complete description.)

containing approximately 4,560 acres, more or less.

The Notification Lessee for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Holding LLC
Attn: Land Administration Address 707 Seventeenth Street, Suite 3600

City, State, Zip Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.

Assignor's Signature

Glen J. Mizenko, Vice President
Assignor's Name (Print or Type) & Title

THE UNITED STATES OF AMERICA)
STATE OF COLORADO)
SS.)

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Glen J. Mizenko, Vice President of Forest Oil Corporation, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

Deborah S. Pottenger
Notary Public
State of Colorado
My Commission Expires:
May 11 $\frac{1}{2}$ 2008

Assignee's Signature

Cyrus D. Marter IV, Vice President and Secretary
Assignee's Name (Print or Type) & Title

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Cyrus D. Marter IV, Vice President and Secretary of Forest Alaska Holding LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

Deborah S. Pottenger
Notary Public
State of Colorado
My Commission Expires:
May 11, 2008

APPROVAL.



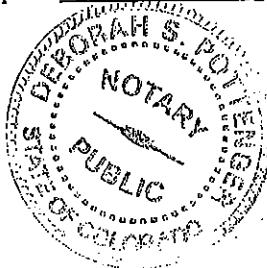
2 of 3

2006-083957-0

EXHIBIT C
PAGE 17 OF 92

Notary Public
My Commission expires

5-11-08



The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.

W.D. Means Jr.
William D. Van Dyke, Acting Director

Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-17597

ASSIGNOR: FOREST OIL CORPORATION

ASSIGNEE: FOREST ALASKA HOLDING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Unit

T. 10 N., R. 13 W., Seward Meridian, Alaska

Segment 1: 2,560.00 acres, more or less, and described as follows:

Section 14: All, 640 acres;
Section 15: All, 640 acres;
Section 22: All, 640 acres;
Section 23: All, 640 acres;

Segment 2: 2,000.00 acres, more or less, and described as follows:

Section 27: N2NE4, W1/2, 400.00 acres;
Section 28: All, 640.00 acres;
Section 33: All, 640.00 acres;
Section 34: W1/2, 320.00 acres;

AFTER RECORDING, RETURN TO:

Forest Alaska Holding LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration

Record in Anchorage RD
Lease Recorded at
Book 43 / Page 32



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2006-083957-0

EXHIBIT C
PAGE 18 OF 92

FOC 000671



DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 17602
EFFECTIVE DATE
OF LEASE 02-01-1962
Is this lease producing? X yes no

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Alaska Holding LLC,
whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202,
as owner of 70.00000 & 46.80000 percent of the lease's working interest (See attached Exhibit "A"),
does hereby assign to Forest Alaska Operating LLC, the assignee,
whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202,

1. 70.00000 & 46.80000 percent working interest (See attached Exhibit "A");
2. zero percent overriding royalty interest.
3. The assignor is retaining zero percent of the lease's working interest.
4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 8 N, R 14 W, Seward Meridian

(See attached Exhibit "A" for complete description.)

containing 1,920 acres, more or less.

The Notification Lessee for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Operating LLC
Attn: Land Administration Address 707 Seventeenth Street, Suite 3600
City, State, Zip Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.

Assignor's Signature

October 31, 2006

Date

Cyrus D. Marter IV, Vice President and Secretary
Assignor's Name (Print or Type) & Title

Forest Alaska Holding LLC

Company Name

THE UNITED STATES OF AMERICA)
STATE OF COLORADO)
)
)SS

Qualification File # 2308

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Cyrus D. Marter IV, Vice President and Secretary of Forest Alaska Holding LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.

the uses and purposes there
first above written.

Assignee's Signature

Notary Public
My Commission expires 2/29/07

Notary Public
My Commission expires

2/29/07

Leonard C. Gurule, President
Assignee's Name (Print or Type) & Title

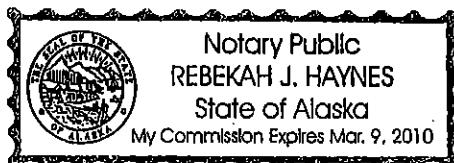
Forest Alaska Operating LLC

Company Name

THE UNITED STATES OF AMERICA)
STATE OF ALASKA)
)SS.)

Qualification File # 2307

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Alaska, duly commissioned and sworn, personally appeared Leonard C. Gurule, President of Forest Alaska Operating LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.



nd year in this certificate first above written.
Robert J. Deppen
Notary Public
My Commission expires 3/9/2010

EXHIBIT C
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2006-083980-9

FOC 000666

APPROVAL

The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.

DS means per

William D. Van Dyke, Acting Director

Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment



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2006-083980-0

EXHIBIT C
PAGE 21 OF 92

FOC 000667

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-17602
ASSIGNOR: FOREST ALASKA HOLDING LLC
ASSIGNEE: FOREST ALASKA OPERATING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Field, Tract 6

T. 8 N., R. 14 W., Seward Meridian, Alaska

Segment 1: As to a 70.00000% working interest in 1,280.00 acres, more or less, and described as follows:

Section 2: All, 640.00 acres;
Section 11: All, 640.00 acres;

Pertains to all depths.

Segment 3: As to a 46.80000% working interest in 640.00 acres, more or less, and described as follows:

Section 1: E2, 320.00 acres;
Section 12: E2, 320.00 acres;

Pertains to land from the surface down to the top of the Grayling Gas Sands or to a depth of 1,780 feet MD in the Trading Bay Unit K-2 well or the stratigraphic equivalent.

Segment B: As to a 46.80000% working interest in 640.00 acres, more or less, and described as follows:

Section 1: E2, 320.00 acres;
Section 12: E2, 320.00 acres;

Pertains to land below the Grayling Gas Sands or below 10,128 feet MD in the Trading Bay unit K-2 well or the stratigraphic equivalent.

AFTER RECORDING, RETURN TO:

Forest Alaska Operating LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration

Record in Anchorage RD
Lease Recorded at
Book 42 / Page 273



EXHIBIT C
PAGE 22 OF 92

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2006-083980-0

FOC 000668

DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 17602
EFFECTIVE DATE
OF LEASE 02-01-1962
Is this lease producing? X yes no

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Oil Corporation,
whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202,
as owner of 70.00000 & 46.80000 percent of the lease's working interest (See attached Exhibit "A"),
does hereby assign to Forest Alaska Holding LLC, the assignee,
whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202,
1. 70.00000 & 46.80000 percent working interest (See attached Exhibit "A");
2. zero percent overriding royalty interest.
3. The assignor is retaining zero percent of the lease's working interest.
4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 8 N, R 14 W, Seward Meridian

(See attached Exhibit "A" for complete description.)

containing 1,920 acres, more or less.

The Notification Lessee for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Holding LLC
Attn: Land Administration Address 707 Seventeenth Street, Suite 3600
City, State, Zip Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.



The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.

William D. Van Dyke
William D. Van Dyke, Acting Director

Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-17602

ASSIGNOR: FOREST OIL CORPORATION

ASSIGNEE: FOREST ALASKA HOLDING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Field, Tract 6

T. 8 N., R. 14 W., Seward Meridian, Alaska

Segment 1: As to a 70.00000% working interest in 1,280.00 acres, more or less, and described as follows:

Section 2: All, 640.00 acres;

Section 11: All, 640.00 acres;

Pertains to all depths.

Segment 3: As to a 46.80000% working interest in 640.00 acres, more or less, and described as follows:

Section 1: E2, 320.00 acres;

Section 12: E2, 320.00 acres;

Pertains to land from the surface down to the top of the Grayling Gas Sands or to a depth of 1,780 feet MD in the Trading Bay Unit K-2 well or the stratigraphic equivalent.

Segment B: As to a 46.80000% working interest in 640.00 acres, more or less, and described as follows:

Section 1: E2, 320.00 acres;

Section 12: E2, 320.00 acres;

Pertains to land below the Grayling Gas Sands or below 10,128 feet MD in the Trading Bay unit K-2 well or the stratigraphic equivalent.



3 of 4

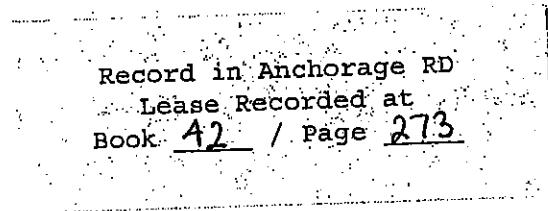
2006-083958-0

EXHIBIT *C*
PAGE *25* OF *92*

FOC 000663

AFTER RECORDING, RETURN TO:

Forest Alaska Holding LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration



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2006-083958-0

EXHIBIT C
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FOC 000664

A
L
A
S
K
A

DO&G 25-84
(LEASE ASSIGNMENT)
Revised 12/01
DNR #10-113

LEASE ADL 18716
EFFECTIVE DATE
OF LEASE 09-01-1962
Is this lease producing? X yes no

CC

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE

The undersigned assignor Forest Alaska Holding LLC,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado 80202,

as owner of 46.80000 percent of the lease's working interest

does hereby assign to Forest Alaska Operating LLC, the assignee,

whose address is 707 Seventeenth Street, Suite 3600, Denver, Colorado, 80202,

1. 46.80000 percent working interest;

2. zero percent overriding royalty interest.

3. The assignor is retaining zero percent of the lease's working interest.

4. The assignor is retaining zero percent of overriding royalty interest.

5. LANDS AFFECTED by this assignment of interest (Attach Exhibit A if necessary)

T 8 N, R 13 W, Seward Meridian

(See attached Exhibit "A" for complete description.)

containing 462.50 acres, more or less.

The Notification Lessee for the purpose of receiving any and all notices from the State of Alaska in connection with the lease will be:

Name Forest Alaska Operating LLC

Attn: Land Administration Address 707 Seventeenth Street, Suite 3600

City, State, Zip Denver, Colorado 80202

We, the undersigned, request the approval of this assignment application. We attest that this application discloses all parties receiving an interest in the lease and that it is filed pursuant to 11 AAC 82.605 and 11 AAC 82.615. We further attest that all parties to this agreement are qualified to transfer or hold an interest in oil and gas leases pursuant to 11 AAC 82.200 and 11 AAC 82.205. Whether approved in whole or in part, the assignee agrees to be bound by the provisions of said lease.

Assignor's Signature

October 31, 2006

Date

Cyrus D. Marter IV, Vice President and Secretary
Assignor's Name (Print or Type) & Title

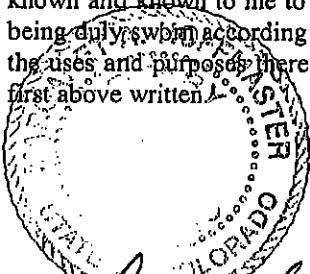
Forest Alaska Holding LLC

Company Name

THE UNITED STATES OF AMERICA)
STATE OF COLORADO)
SS.)

Qualification File # 2308

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Colorado, duly commissioned and sworn, personally appeared Cyrus D. Marter IV, Vice President and Secretary of Forest Alaska Holding LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.



Notary Public
My Commission expires 2/27/09

Assignee's Signature

Date

Leonard C. Gurule, President
Assignee's Name (Print or Type) & Title

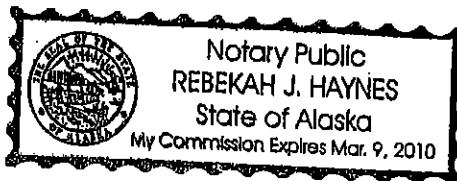
Forest Alaska Operating LLC

Company Name

THE UNITED STATES OF AMERICA)
STATE OF ALASKA)
)SS.

Qualification File # 2307

This certifies that on the 31st day of October, 2006, before me, a notary public in and for the State of Alaska, duly commissioned and sworn, personally appeared Leonard C. Gurule, President of Forest Alaska Operating LLC, to me known and known to me to be the person described in, and who executed the foregoing assignment, who then after being duly sworn according to law, acknowledged to me under oath that he executed same freely and voluntarily for the uses and purposes therein mentioned. WITNESS my hand and official seal the day and year in this certificate first above written.



Notary Public
My Commission expires 3/9/2010



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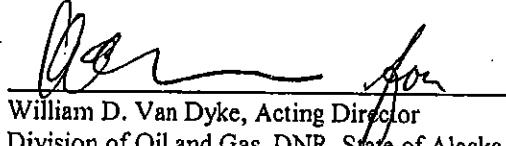
2006-083981-0

EXHIBIT C
PAGE 28 OF 92

FOC 000658

APPROVAL

The foregoing assignment is approved as to the lands described in item 5 thereof, effective as of the date set forth below.



William D. Van Dyke, Acting Director
Division of Oil and Gas, DNR, State of Alaska

NOV 01 2006

Effective Date of Assignment



3 of 4
2006-083981-0

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL AND GAS

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE ADL-18716

ASSIGNOR: FOREST ALASKA HOLDING LLC

ASSIGNEE: FOREST ALASKA OPERATING LLC

EXHIBIT "A"

LANDS AFFECTED by this assignment of interest:

Trading Bay Unit, Tract 9

T. 8 N., R. 13 W., Seward Meridian, Alaska

Section 19: N2, SE4 462.50 acres;

Segment 3:

Pertaining to land from the surface to a depth of 1,780 feet MD or its stratigraphic equivalent in the Trading Bay Unit K-2 well.

Segment C:

Pertaining to land below 10,128 feet MD in the Trading Bay Unit K-2 well or its stratigraphic equivalent.

AFTER RECORDING, RETURN TO:

Forest Alaska Operating LLC
707 Seventeenth Street, Suite 3600
Denver, Colorado 80202
Attention: Land Administration

Record in Anchorage RD
Lease Recorded at
Book _____ / Page _____
Lease not yet recorded



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2006-083981-0

EXHIBIT C
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FOC 000660